

#23

<b>TERMINAL DISCLAIMER TO ACCOMPANY PETITION (Period of disclaimer to be completed by Petitions Examiner)</b>	<b>Docket Number (Optional)</b> S-072I
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**RECEIVED****DEC 02 1999**OFFICE OF PETITIONS  
DEPUTY A/C PATENTS

In re Application of:

Name: Brewer et al.

Application Number: 08/484,337

Filed: June 7, 1995

For: NUCLEIC ACIDS ENCODING TNF INHIBITOR AND METHOD OF PRODUCTION (as amended)

The owner\*, Amgen Inc. (formerly known as Amgen Boulder Inc. (Certificate of Ownership and Merger attached)), of one hundred (100) percent interest in the above-identified application hereby disclaims a terminal part of the term of the patent equivalent to the period of abandonment of the above-identified application. This terminal disclaimer applies to any patent granted on the above-identified application or on any application that contains a specific reference under 35 U.S.C. 120, 121, or 365(c) to this application. This disclaimer is binding upon the grantee, its successors or assigns.

Check either box 1 or 2 below, if appropriate.

1.  For submissions on behalf of an organization (e.g. corporation, partnership, university, government agency, etc.), the undersigned is empowered to act on behalf of the organization.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further, that these statements are made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001, Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

2.  The undersigned is an attorney of record.



Signature

November 29, 1999

Date

Thomas D. Zindrick

Typed or printed name

- Please charge Deposit Account No. 01-0519, in the name of Amgen Inc., in the amount of \$110.00 for the terminal disclaimer fee under 37 CFR 1.20(d), as well as for any additional fees which may be required, or credit any overpayment to Deposit Account No. 01-0519. A duplicate copy of this form is attached.

- \* Certification under 37 CFR 3.73(b) is required if terminal disclaimer is signed by the assignee (owner). Form PTO/SB/96 may be used for making this certification. See MPEP § 324.

**THE STATEMENT BELOW IS FOR OFFICE USE ONLY**

In accordance with the decision granting the petition filed on \_\_\_\_\_, this terminal disclaimer is accepted. The period of abandonment specified above has been accepted as equivalent to \_\_\_\_\_ months.

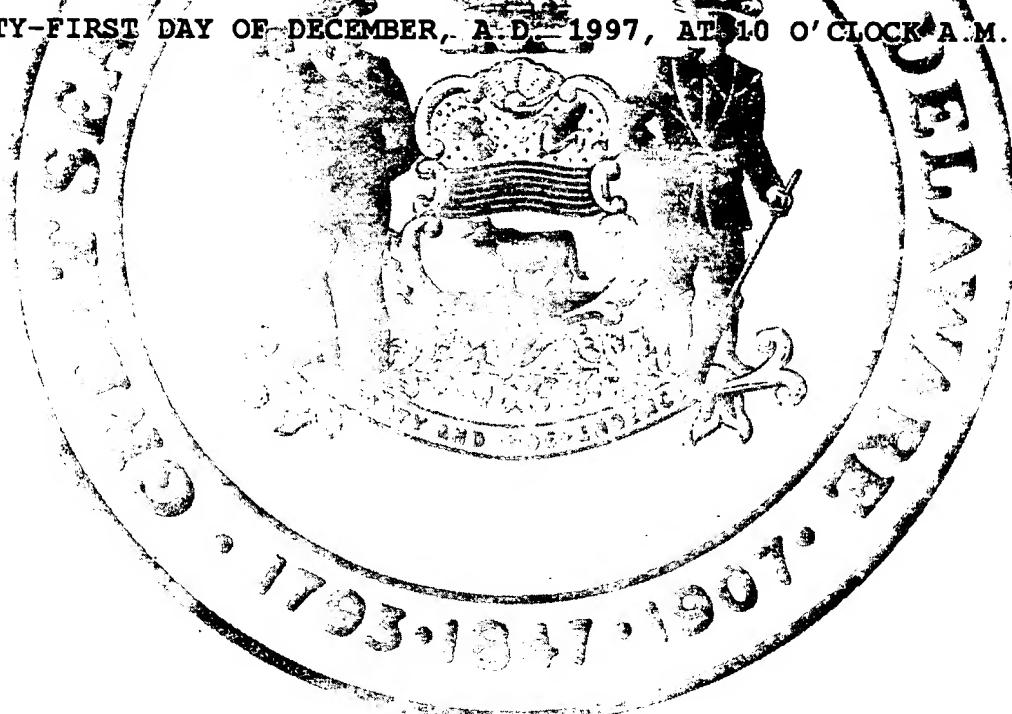
Petitions Examiner

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT  
COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"AMGEN BOULDER INC.", A DELAWARE CORPORATION,  
WITH AND INTO "AMGEN INC." UNDER THE NAME OF "AMGEN INC.", A  
CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE  
OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE  
THIRTY-FIRST DAY OF DECEMBER, A.D. 1997, AT 10 O'CLOCK A.M.



2106150 8100M

991108779



*Edward J. Freel*  
Edward J. Freel, Secretary of State

9640966

AUTHENTICATION:

03-22-99

DATE:

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 10:00 AM 12/31/1997  
971454892 - 2106150

**CERTIFICATE OF OWNERSHIP AND MERGER**

of

**AMGEN BOULDER INC.**

(a Delaware corporation)

with and into

**AMGEN INC.**

(a Delaware corporation)

It is hereby certified that:

1. Amgen Inc. (the "Corporation") is a corporation of the State of Delaware.
2. Amgen Boulder Inc., a Delaware corporation ("Amgen Boulder"), is a wholly-owned subsidiary of the Corporation.
3. The Corporation, as the owner of at least 90% of the outstanding shares of stock of Amgen Boulder, does hereby merge Amgen Boulder with and into the Corporation.
4. This Certificate of Ownership and Merger constitutes a plan of complete liquidation of Amgen Boulder pursuant to Section 332 of the Internal Revenue Code of 1986, as amended ("Section 332").
5. The following is a copy of the resolutions adopted on December 31, 1997 by unanimous written consent of the Board of Directors of the Corporation with respect to the merger of Amgen Boulder with and into the Corporation (the "Merger"):

**RESOLVED**, that Amgen Boulder be merged with and into the Corporation pursuant to Section 253 of the Delaware General Corporation Law as hereinafter provided, so that the separate existence of Amgen Boulder shall cease as soon as the Merger shall become effective, and thereupon the Corporation and Amgen Boulder will become a single corporation with the Corporation as the surviving corporation, which shall continue to exist under, and be governed by, the laws of the State of Delaware;

**RESOLVED FURTHER**, the Merger shall be treated as a tax-free liquidation pursuant to Section 332;

**RESOLVED FURTHER**, the Certificate of Ownership and Merger setting forth a copy of these resolutions shall be effective upon the filing thereof with the Secretary of State of the State of Delaware; and

**RESOLVED FURTHER**, that the Chief Executive Officer, President, Chief Financial Officer and Senior Vice President, General Counsel of the Company, and the Secretary

or Assistant Secretary of the Company acting in conjunction with any such officers, be and they hereby are authorized and directed to make and execute a Certificate of Ownership and Merger ("Certificate of Ownership and Merger"), in the form set forth as Exhibit A hereto, setting forth a copy of these resolutions to merge Amgen Boulder into the Corporation, and to cause the same to be filed and recorded as provided by law, and to do all acts and things whatsoever, within the State of Delaware and in any other appropriate jurisdiction, necessary or proper to effect the Merger.

6. The Certificate of Ownership and Merger and the Merger shall become effective upon the filing of such Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

[Signature Page to Follow]

Signed on December 31, 1997

AMGEN INC.



Name: George A. Vandeman  
Title: Senior Vice President, General  
Counsel and Secretary

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ABI-Ctr of Merger

FROM LATHAM & WATKINS LA #2 (TUE) 12.30.97 15:47/ST.15:41/NO.4261284509 P 4